

Robert J. Feinstein (RF 2836)  
 Alan J. Kornfeld (AK 5647)  
 Beth E. Levine (BL 6715)  
 PACHULSKI STANG ZIEHL YOUNG JONES  
 & WEINTRAUB LLP  
 780 Third Avenue, 36th Floor  
 New York, New York 10017  
 Tel: (212) 561-7700 / Fax: (212) 561-7777

Attorneys for Plaintiffs

UNITED STATES BANKRUPTCY COURT  
 SOUTHERN DISTRICT OF NEW YORK

In re

MUSICLAND HOLDING CORP., et al.,<sup>1</sup>

Debtors.

BUENA VISTA HOME ENTERTAINMENT,  
 INC., a California corporation; CARGILL  
 FINANCIAL SERVICES INTERNATIONAL,  
 INC., a Delaware corporation; HAIN CAPITAL  
 GROUP, LLC, a Delaware limited liability  
 company; PARAMOUNT PICTURES  
 CORPORATION, a Delaware corporation;  
 TWENTIETH CENTURY FOX HOME  
 ENTERTAINMENT LLC, a Delaware limited  
 liability company; UBS WILLOW FUND, LLC,  
 a Delaware limited liability company; and  
 VÄRDE INVESTMENT PARTNERS, L.P., a  
 Delaware limited partnership,

Plaintiffs,

v.

WACHOVIA BANK, N.A., a national banking  
 association, in its capacity as Agent; and  
 HARRIS N.A., a national banking association,

Defendants.

) Case No. 06-10064 (SMB)

) Chapter 11

) Jointly Administered

) Adv. Proc. No.: 07-01705 (SMB)

<sup>1</sup> The Debtors are: Musicland Holding Corp., Media Play, Inc., MG Financial Services, Inc., MLG Internet, Inc., Musicland Purchasing Corp., Musicland Retail, Inc., Request Media, Inc., Sam Goody Holding Corp., Suncoast Group, Inc., Suncoast Holding Corp., Suncoast Motion Picture Company, Inc., Suncoast Retail, Inc., TMG Caribbean, Inc., TMG-Virgin Islands, Inc., The Musicland Group, Inc.

**NOTICE OF APPEAL**

Buena Vista Home Entertainment, Inc., Cargill Financial Services International, Inc., Hain Capital Group, LLC, Paramount Pictures Corporation, Twentieth Century Fox Home Entertainment LLC, UBS Willow Fund, LLC, and Värde Investment Partners, L.P. (collectively, “Plaintiffs”), through their undersigned counsel, appeal under 28 U.S.C. § 158(a) from (a) the Memorandum Decision and Order (the “Decision”) of the United States Bankruptcy Court for the Southern District of New York (Hon. Stuart M. Bernstein) entered on August 27, 2007 (Docket No. 37) granting motion to dismiss the complaint, and (b) the Judgment (the “Judgment”) entered on August 27, 2007 by the Clerk of United States Bankruptcy Court for the Southern District of New York dismissing the above-captioned action (Docket No. 38). A copy of the Decision is annexed hereto as **Exhibit A**, and a copy of the Judgment is annexed hereto as **Exhibit B**.

The names of all parties to the Decision and Judgment appealed from and the names, addresses, and telephone numbers of their respective attorneys are as follows:

Robert J. Feinstein  
Alan J. Kornfeld  
Beth E. Levine  
Pachulski Stang Ziehl Young  
Jones & Weintraub LLP  
780 Third Avenue, 36<sup>th</sup> Floor  
New York, New York 10017  
Telephone: (212) 561-7700  
Facsimile: (212) 561-7777

Attorneys for Buena Vista Home  
Entertainment, Inc., Cargill Financial Services  
International, Inc., Hain Capital Group, LLC,  
Paramount Pictures Corporation, Twentieth  
Century Fox Home Entertainment LLC,  
UBS Willow Fund, LLC  
and Värde Investment Partners, L.P.